EXHIBIT V-8-C

Dockets.Justia.com

2711108

ms

State of California

SECRETARY OF STATE

CERTIFICATE OF QUALIFICATION

I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify that on the **15th day of December, 2004, THEFACEBOOK, INC., WHICH WILL DO BUSINESS IN CALIFORNIA AS DELAWARE THEFACEBOOK, INC.**, a corporation organized and existing under the laws of **Delaware**, complied with the requirements of California law in effect on that date for the purpose of qualifying to transact intrastate business in the State of California, and that as of said date said corporation became and now is fully qualified and authorized to transact intrastate business in the State of California, subject however, to:

(a) any licensing requirements otherwise imposed by the laws of this State, and

(b) that subject corporation shall transact all intrastate business within this State under the above fictitious name elected by it.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of December 17, 2004.

Kevin Shelley

KEVIN SHELLEY
Secretary of State

TFB000062

2711108

State of California

OFFICE OF THE SECRETARY OF STATE

SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

DEC 1 6 2004

Kevin Shelley

Secretary of State

TFB000063

Sec/State Form CE-107 (rev. 1/03)

OSP 03 80510

2711100

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

DEC 15 2004

KEVIN SHELLEY
Secretary of State

STATEMENT AND DESIGNATION BY FOREIGN CORPORATION

THEFACEBOOK, INC., WHICH WILL DO BUSINESS IN CALIFORNIA AS DELAWARE THEFACEBOOK, INC.
(Name of Corporation)

__________, a corporation organized and existing under the laws of Delaware, makes the following statements and designation:
(State or Place of Incorporation)

1. The address of its principal executive office is 1743 Westbrook Ave, Los Altos, CA 94024.

2. The address of its principal office in the State of California is 1743 Westbrook Ave, Los Altos, CA 94024.

DESIGNATION OF AGENT FOR SERVICE OF PROCESS IN THE STATE OF CALIFORNIA
(Complete Either Item 3 or Item 4)

3. (Use this paragraph if the process **agent is a natural person.**)

Sean Parker, a natural person residing in the State of California, whose complete address is 1743 Westbrook Ave, Los Altos, CA 94024 is designated as agent upon whom process directed to this corporation may be served within the State of California, in the manner provided by law.

4. (Use this paragraph if the process **agent is a corporation.**)

__________, a corporation organized and existing under the laws of __________, is designated as agent upon whom process directed to this corporation may be served within the State of California, in the manner provided by law.

NOTE: Corporate agents must have complied with California Corporations Code Section 1505, prior to designation.

5. It irrevocably consents to service of process directed to it upon the agent designated above, and to service of process on the Secretary of State of the State of California if the agent so designated or the agent's successor is no longer authorized to act or cannot be found at the address given.

[signature]
(Signature of Corporate Officer)

Sean Parker, President
(Typed Name and Title of Officer Signing)